

POWER OF ATTORNEY

~~KNOW ALL MEN~~ BY THESE PRESENTS, THAT I, ~~WILLIAM RICHARD~~
BARLOW, JR., now residing at 2063 Ashland Drive, Southaven, DeSoto
County, Mississippi, 38671, do hereby make, constitute and appoint
my wife, JESSIE PEARL RANEY BARLOW, sufficient and lawful attorney,
for me and in my name, place and stead;

(a) To demand, sue for, collect, recover and receive all
goods, claims, debts, moneys, interests, and demands of any kind
whatsoever now due or that may hereafter be due or belong to me;

(b) to make, execute, endorse, accept, and deliver any and
all bills of exchange, checks, drafts, and notes, and to use the
same and/or the proceeds thereof for whatsoever purpose or purposes
that my said attorney may see fit;

(c) To pay all sums of money at any time or times that may
hereafter be owing by me upon any bill of exchange, check, draft,
or note made, executed, endorsed, accepted and delivered by me or
for me and in my name by my said attorney;

(d) To sell any and all shares of stocks, bonds, or other
securities now or hereafter belonging to me, and to make, execute
and deliver an assignment or assignments of any such shares of
stock, bonds or other securities;

(e) To defend, settle, adjust or compromise all actions,
suits, accounts, claims and demands whatsoever that now are or
hereafter shall be pending between me and any person, firm, or
corporation, in such manner and in all respects as my attorney
shall think fit;

(f) To hire accountants, attorneys-at-law, clerks, workmen
and others, and to remove them and appoint others in their place,
and to pay and allow to the persons so employed such salaries,
wages or other remuneration as my said attorney shall think fit;

(g) To bargain, grant, sell and convey all of whatever right,
title, interest, claim and demand I may have in and to any and all
real estate standing in my name or in which I may be entitled to
any interest whatsoever for such price as he may think best, and
for me and in my name to execute and deliver a proper deed or deeds
with or without the usual covenants, and, further, to execute and
deliver any instrument of any kind necessary or convenient to
effectuate such sale and conveyance;

(h) To sell whatever of my personal property he may deem advisable for such price as he may think best and for me and in my name to execute and deliver any proper bill of sale, or bills of sale, with or without the usual covenants, and, further, to execute and deliver any instrument of any kind necessary or convenient to effectuate the sale;

(i) Without in any wise limiting the foregoing, generally to do and perform all and every act and thing whatsoever requisite and necessary to be done in and about the premises, as fully, to all intents and purposes as I might or could do if personally present, with full power of substitution and revocation, hereby ratifying and confirming all that said attorney, as my substitute shall lawfully do or cause to be done by virtue hereof.

(j) This Power of Attorney shall not be affected by the subsequent disability or incompetence of the principal. This document is intended to be a Durable Power of Attorney in accordance with Section 87-3-13, MCA, 1972, (Supp. 1984).

IN WITNESS WHEREOF, I, WILLIAM RICHARD BARLOW, JR., have hereunto set my hand and seal this the 24th day of Sept., 1997.


WILLIAM RICHARD BARLOW, JR.

STATE OF MISSISSIPPI
COUNTY OF DESOTO

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the said county and state, on this the 24th day of September, 1997, within my jurisdiction, the within named WILLIAM RICHARD BARLOW, JR., who acknowledged that he executed the above and foregoing instrument.


NOTARY PUBLIC

My Commission Expires:

Dec. 11, 1999

STATE MS.-DESOTO CO.
FILED

SEP 26 10 37 AM '97

BK 75 PG 426
W.E. DAVIS CH. CLK.

Prepared By:
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